



UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office

Address: COMMISSIONER OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

SERIAL NUMBER	FILING DATE	FIRST NAMED APPLICANT	ATTORNEY DOCKET NO.
08/335,981	11-8-94	Horace L. Freeman	
PATENT NUMBER	DATE OF THIS NOTICE	PAPER NUMBER	
5,088,484	8-11-95	7	

NOTICE OF MERGED REEXAM - REISSUE PROCEEDING

This reissue application has been merged with the reexamination proceeding listed below:

Control No. 90/ 003,586 Filing Date: 10-3-94

Requester John R. Schiffhauer
(name, 2200 Sand Hill Road, Suite 100
address) Menlo Park, CA 94025

The front face of the reissue patent will include the following paragraph:

REEXAMINATION RESULTS

The questions raised in reexamination request No. 90/ 003,586,
filed 10-3-94, have been considered and the results thereof are
reflected in this reissue patent which constitutes the reexamination
certificate required by 35 U.S.C. 307 as provided in 37 CFR 1.570(e).

#7

MGB NCB

FILED

DEC 20 1993

DANIEL J. DALTON
Secretary of State

0888218

0888219

CERTIFICATE OF MERGER
OF
CODMAN & SHURTLEFF, INC.
INTO
JOHNSON & JOHNSON ORTHOPAEDICS, INC.

TO: The Secretary of State
State of New Jersey

Pursuant to the provisions of Section 14A:10-7 Corporations,
General, of the New Jersey Statutes, the undersigned corporations
hereby execute the following Certificate of Merger.

ARTICLE ONE

The names of the corporations proposing to merge and the names
of the states under the laws of which such corporations are
organized, are as follows:

<u>Name of Corporation</u>	<u>State of Incorporation</u>
Codman & Shurtleff, Inc.	Massachusetts
Johnson & Johnson Orthopaedics, Inc.	New Jersey

ARTICLE TWO

The laws of Massachusetts, the state under which such foreign
corporation is organized, permit such merger and that the
applicable provisions of the laws of said jurisdiction under which
such foreign corporation was organized have been, or upon
compliance with filing and recording requirements will have been,
complied with.

0100002539

2

ARTICLE THREE

The name of the surviving corporation shall be "Johnson & Johnson Professional, Inc." and it shall be governed by the laws of the State of New Jersey.

The total authorized capital stock of the surviving corporation shall be 1,000 shares, itemized by classes and par value of shares as follows:

Class	Number of Shares	Par Value Per Share
Common	1,000	\$10.00

The address of the surviving corporation's registered office is One Johnson & Johnson Plaza, New Brunswick, New Jersey 08933 and the name of the registered agent at such address is J. T. Woodward.

ARTICLE FOUR

The following plan of merger as approved by the shareholders and directors of the undersigned domestic corporation in the manner prescribed by the New Jersey Business Corporation Act, and was approved by the undersigned foregoing corporation in the manner prescribed by the laws of the State under which it is organized:

PLAN OF MERGER

1. Codman & Shurtleff, Inc., a Massachusetts corporation, shall merge with and into Johnson & Johnson Orthopaedics, Inc., a New Jersey corporation, which shall be the Surviving Corporation.
2. The Certificate of Incorporation and the By-Laws of the

Surviving Corporation, in effect at the effective time of the merger, shall continue to be and remain the Certificate of Incorporation and the By-Laws of the Surviving Corporation, except that the name of the Surviving Corporation shall be changed to "Johnson & Johnson Professional, Inc."

3. The directors and officers of the Surviving Corporation in office on the effective date of the merger shall be and remain the directors and officers of the Surviving Corporation until their successors are duly elected and appointed, all in accordance with law.
4. All the issued shares of Codman & Shurtleff, Inc., and Johnson & Johnson Orthopaedics, Inc. are owned at the effective time of the merger by Johnson & Johnson, a New Jersey corporation. At the effective time of the merger, all the issued shares of Codman & Shurtleff, Inc. shall be cancelled and no shares of the Surviving Corporation shall be issued in exchange therefor.
5. This merger shall become effective January 1, 1994.

ARTICLE FIVE

As to each corporation whose shareholders are entitled to vote, the number of shares entitled to vote thereon, and if the shares of any class or series are entitled to vote thereon as a class, the designation and number of shares of each such class or series, is as follows:

4

Name of Corp.	Total No. of Shares Entitled To Vote	Designation of Class or Series Entitled to Vote as a Class	No. of Shares of Such Class or Series
Codman & Shurtleff, Inc.	1,800	None	N/A
Johnson & Johnson Orthopaedics, Inc.	135	None	N/A

ARTICLE SIX

As to each corporation whose shareholders are entitled to vote, the number of shares that voted for and against the merger respectively, and the number of shares of any class or series entitled to vote as a class that voted for and against the merger are:

Name of Corp.	Total Shares Voted For	Total Shares Voted Against	Class	Shares Voted For	Shares Voted Against
Codman & Shurtleff, Inc.	1,800	0			
Johnson & Johnson Orthopaedics, Inc.	135	0			

ARTICLE SEVEN

The effective date of this Certificate shall be January 1, 1994.

5

IN WITNESS WHEREOF each of the undersigned corporations has caused this Certificate of Merger to be executed in its name by its Vice President as of the 16th day of December, 1993.

Codman & Shurtleff, Inc.

By: 
P. S. Galloway, Vice President

Johnson & Johnson Orthopaedics, Inc.

By: 
P. S. Galloway, Vice President